

**UNITED STATES DISTRICT COURT
SOUTHER DISTRICT OF NEW YORK**

**CYNTHIA GILETTE, Individually and
Derivatively on behalf of nominal defendant
BLIMPIE OF CALIFORNIA, INC.**

Plaintiff,

07 Civ. 4697 (CLB)

-against-

**NOTICE OF MOTION
FOR A BOND**

**JEFFREY ENDERVELT, BELLE
ENDERVELT and DORA RICCI,**

Defendants,

**BLIMPIE OF CALIFORNIA, INC.,
Nominal Defendant**

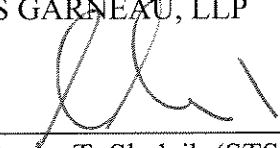
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Counselors:

Please take notice that the Defendants, upon the Affidavit of Jeffrey Endervelt, dated August 1, 2007, and the Declaration of Steven T. Sledzik, Esq., dated August 1, 2007, submitted herewith, and the exhibits annexed thereto, will, at the United State Courthouse, 300 Quarropas Street, City of White Plains on September 14, 2007, 9:30 a.m., or as soon thereafter as the Court will hear counsel, move for an order establishing a bond to be posted by Plaintiff in the amount of \$50,000 under California Corporation Law Section 800, et seq.

Dated: Scarsdale, New York
August 1, 2007

JONES GARNEAU, LLP

By: _____


Steven T. Sledzik (STS 8869)
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TO: Kevin Fritz, Esq.
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Two Grand Central Tower, 25th Floor
New York, NY 10017
(Counsel for Plaintiff)

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CYNTHIA GILETTE, Individually and
Derivatively on behalf of nominal defendant
BLIMPIE OF CALIFORNIA, INC.,

(CLB)

Plaintiff(s),

vs.

JEFFREY ENDERVELT, BELLE ENDERVELT
and DORA RICCI,

Defendants,

BLIMPIE OF CALIFORNIA, INC.,

Nominal Defendant

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Case Number: 07 CIV 4697


Declaration of
Steven T. Sledzik

Steven T. Sledzik, an attorney duly admitted to practice law under the laws of the State of New York, hereby declares under penalties of perjury:

1. I am counsel for the Defendants. I make this Declaration in Support of Defendants' Motion for A Bond. I am fully familiar with the facts and circumstances of this matter. I make this Declaration based upon my personal knowledge of the facts contained herein. As to other matters that I alleged upon information and belief, I believe them to be true.
2. Attached hereto as Exhibit 1 is a copy of the Complaint in this matter.
3. As alleged in the Complaint, jurisdiction of this Court is based upon diversity of citizenship. Plaintiff is a citizen of Nevada. The Corporate Defendant, Blimpie of California, Inc., ("BOC") is a California corporation, existing under and pursuant to the laws of the State of California. (Several of the Individual Defendants are residents of the State of New York, Westchester County.) Plaintiff is prosecuting this action on her behalf and derivatively on behalf of

the Corporate Defendant BOC. As set forth in the accompanying memorandum of law, under California Law, where there is no reasonable probability that a Corporation will benefit from a shareholder derivative lawsuit, the Court shall order the imposition of a bond not to exceed \$50,000 as security to the Corporation of its costs and reasonable attorney's fees defending such an action. Mr. Endervelt, in his accompanying Affidavit, has set forth an entitlement to such a bond. As such, we request that the Court order the imposition of a bond in the amount of \$50,000 to be established by Plaintiff.

Dated: Scarsdale, New York
August 1, 2007


Steven T. Sledzik, Esq.